

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT AND EXTENSION OF PAID UP OIL, GAS AND MINERAL LEASE

Reference is hereby made to that certain Paid Up Oil, Gas and Mineral Lease (hereinafter referred to as "Subject Lease") dated the 4th day of October, 2007, by and between Brett Whitney Orr, as Lessor, and Western Production Company, as Lessee, whose address is 801 Cherry Street, Suite 3850, Unit 39, Fort Worth, Texas 76102, which lease is recorded in Document # D207380133 of the Public Records of Tarrant County, Texas.

WHEREAS, the Subject Lease has been included in the following conveyances:

Conveyance, Assignment and Bill of Sale by and between Western Production Company, Axia Land Services, LLC, and TYL Energy, Ltd., as Assignor, and Chesapeake Exploration, L.L.C., as Assignee, recorded D208022001;

Assignment, Bill of Sale and Conveyance by and between Chesapeake Exploration, L.L.C., as Assignor, and TOTAL E&P USA, INC., as Assignee, recorded D210019134.

WHEREAS, Total E&P USA, Inc., whose address is 1201 Louisiana Street, Suite 1800, Houston, Texas, 77002, acquired an undivided 25% of Chesapeake's working interest in the aforementioned Lease.

WHEREAS, the aforementioned assignees and grantees are collectively referred to as "Assignees."

Whereas, it is also the desire of the parties to amend the Primary Term of said Lease.

Now Therefore, the undersigned do hereby delete all references to three (3) in paragraph 2 of said Lease and in its place to hereby insert four (4) so that the primary term of the lease is four (4) years.

Furthermore the undersigned do hereby ratify, adopt and confirm said Lease as hereby amended, as a valid and subsisting Lease and the undersigned Lessor does hereby grant, demise, lease and let unto Assignees, the present owner of the Subject Lease, the premises described above, subject to and in accordance with all of the terms and provisions of the Subject Lease as hereby amended.

This agreement shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

EXECUTED the 14th day of September, 2010, but for all purposes effective the 4th day of October, 2007.

LESSOR:

By: _____

Brett W. Orr 9/14/10

Brett Whitney Orr

ASSIGNEE:

Chesapeake Exploration, L.L.C.

By: _____

Henry J. Flood
Its: Senior Vice President Land
and Legal & General Counsel

9/14/10
Henry J. Flood

ASSIGNEE:

TOTAL E&P USA, INC.

By: _____

Name: _____

Title: _____

Jean-Michel Lavergne
President and Chief Executive Officer

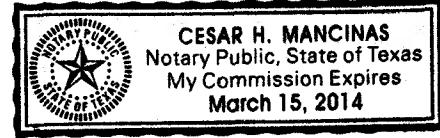
Acknowledgments

STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on 14th day of September, 2010,
by Brett Whitney Orr.

Cesar H. Mancinas
Notary Public State of Texas



STATE OF OKLAHOMA

§
§
§

COUNTY OF OKLAHOMA

This instrument was acknowledged before me on this 24th day of September, 2010, by Henry J. Hood, as the Senior Vice President - Land and Legal & General Counsel of Chesapeake Exploration, L.L.C., an Oklahoma Limited Liability Company.

Given under my hand and seal the day and year last above written.

Christopher R. Laughlin
 Notary Public, State of Oklahoma
 Notary's name (printed):
 Notary's commission expires:



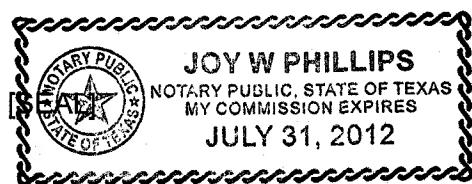
STATE OF TEXAS)

)

COUNTY OF Harris)

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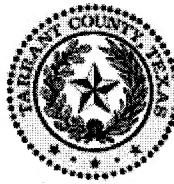
The foregoing instrument was acknowledged before me this 11th day of October, 2010, by Jean-Michel Lavergne, President and Chief Executive Officer of TOTAL E&P, USA, Inc., a Delaware corporation, as the act and deed and on behalf of such corporation.



Joy W Phillips
 Notary Public

SUZANNE HENDERSON

COUNTY CLERK



100 West Weatherford Fort Worth, TX 76196-0401

PHONE (817) 884-1195

DALE PROPERTY SERVICES
500 TAYLOR ST, STE 600
FT WORTH, TX 76102

Submitter: DALE RESOURCES LLC

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 10/28/2010 3:27 PM

Instrument #: D210267608

LSE	4	PGS	\$24.00
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By: Suzanne Henderson

D210267608

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY
BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Prepared by: SLDAVES